

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

)	
Highfields Capital Ltd., Highfields Capital I LP,)	
Highfields Capital II LP,)	
)	
Plaintiffs,)	
)	
v.)	Civil Action No. 04-10624 MLW
)	
SCOR, S.A.,)	
)	
Defendant.)	
)	

**PLAINTIFFS' CROSS-MOTION FOR AN ORDER STAYING ALL PROCEEDINGS
PENDING RESOLUTION OF THE JURISDICTION MOTION**

Plaintiffs Highfields Capital Ltd., Highfields Capital I LP, and Highfields Capital II LP (collectively, “Highfields” or “Plaintiffs”), respectfully request that the Court issue an order staying all proceedings in this action, including jurisdictional discovery, pending the resolution of the motion presently before this Court relating to the Court’s subject matter jurisdiction (the “Jurisdiction Motion”). As its grounds, Highfields states that the Court has before it a sufficient record upon which to resolve the Jurisdiction Motion or at least to narrow those issues for further investigation. The Jurisdiction Motion presents certain narrow questions of law the resolution of which may result in the dismissal of this case or its referral to state court, and allowing any discovery to proceed prior to resolution of the Jurisdiction Motion would be a waste of time and resources by both the parties and the Court. In addition, resolution of the Jurisdiction Motion on the present record would moot the other related motions pending before this Court and will obviate any need for the broad and invasive discovery SCOR has proposed to conduct.

In further support of its motion, Plaintiffs rely on the Memorandum of Law in Response to Defendant's Emergency Motion to Stay All Non-Jurisdictional Proceedings and in Support of Plaintiffs' Cross-Motion to Stay All Proceedings, which is filed contemporaneously herewith.

WHEREFORE, Plaintiffs respectfully request that the Court enter an order staying all proceedings, including all discovery, pending resolution of the Jurisdiction Motion, and grant Plaintiffs such other and further relief as is just and proper under the circumstances.

REQUEST FOR ORAL ARGUMENT

In accordance with LR 7.1(d), Plaintiffs hereby request oral argument on the grounds that Plaintiffs believe that oral argument may assist the Court and that Plaintiffs wish to be heard.

FOLEY HOAG LLP

/s/ Patrick J. Vallely
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Attorneys for Plaintiffs

July 7, 2006

Rule 7.1 Certification

Pursuant to LR 7.1(A)(2), I hereby certify that counsel to Highfields has conferred with counsel to SCOR in an effort to resolve or narrow the issues subject of this motion. Counsel discussed this motion via e-mail on June 29, 2006 as well as via telephone conferences and subsequent e-mail exchanges. SCOR has refused to agree to the relief requested herein.

/s/ *Kenneth S. Leonetti*
Kenneth S. Leonetti, BBO # 629515

CERTIFICATE OF SERVICE

I hereby certify that on this 7th day of July, 2006, a true copy of the above document was served by hand upon Douglas H. Meal, the attorney of record for Defendant at Ropes & Gray LLP, One International Place, Boston, MA 02110-2624.

/s/ *Patrick J. Vallely*
Patrick J. Vallely, BBO # 663866